

P98000025327

March 13, 1998

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

800002458628-- 3
-03/16/98-01132-014
****122.50 ****122.50

RE: ENVIRONMENT OF AMERICA, INC.

Dear New Filing Clerk:

Please find enclosed two sets of the Articles of Incorporation
for ENVIRONMENT OF AMERICA, INC.

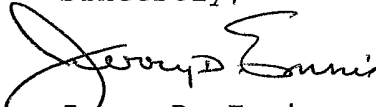
Please file, assign a document number, and return one certified
set to me.

Also enclosed is a check in the amount of \$122.50 for the filing
fee and other costs.

Your earliest attention to this matter is appreciated. If you
need additional information please call me at 954/791-0253 or
contact me at the address shown in the articles.

Thank you.

Sincerely,


Jerry D. Ennis
INCORPORATOR

FILED
98 MAR 16 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



(3)

**ARTICLES OF INCORPORATION
OF
ENVIRONMENT OF AMERICA, INC.**

98 MAR 16 PM 12:39
FILED
SECRET
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation:

ENVIRONMENT OF AMERICA, INC.

ARTICLE TWO

The principle place of business and mailing address are the same as follow:

ENVIRONMENT OF AMERICA, INC.
1890 S.W. 70th Ave.
Plantation, Florida 33317

ARTICLE THREE

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) of no par value.

ARTICLE FOUR

The name and address of the initial registered agent is:

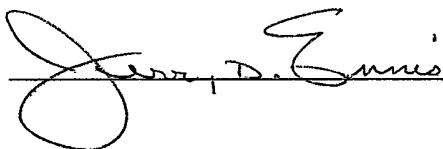
Jerry D. Ennis
1890 S.W. 70th Ave.
Plantation, Florida 33317

ARTICLE FIVE

The name and address of the incorporator of these articles of incorporation is:

Jerry D. Ennis
1890 S.W. 70th Ave
Plantation, Florida 33317

The undersigned incorporator has executed these articles of incorporation the Thirteenth Day of March 1998.



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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER
THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATE-
MENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of The Corporation is:

ENVIRONMENT OF AMERICA, INC.

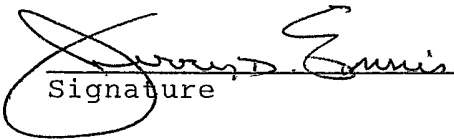
2. The name and address of the registered agent is:

Jerry D. Ennis

1890 S.W. 70th Ave.

Plantation, Florida 33317

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED
AGENT AND AGREE TO ACT IN THE CAPACITY: I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL THE STATUTES RELATING TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND
ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Signature

March 13, 1998
Date